LAW OFFICES

REA, Cross & Auchincloss

SUITE 420

1920 N STREET, N.W. Washington, D. C. 20036

(202) 785-3700 FACSIMILE: (202) 659-4934 010038506136-B HECORDATION NO 19631LFD 1405

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DONALD E CROSS (1923-1986)

THOMAS M. AUCHINCLOSS, JR.
LEO C FRANEY
JOHN D HEFFNER
HARRY J. JORDAN
WILLIAM E. KENWORTHY
KEITH G O'BRIEN
BRYCE REA, JR
BRIAN L. TROIANO
ROBERT A. WIMBISH*
*MEMBER VA BAR ONLY

September 30, 1994

Ms. Janice Fort
Equipment Recordations Unit
Interstate Commerce Commission
12th & Constitution Ave., N. W.
Room 2303
Washington, D. C. 20423

Re: Partial Lien Release on Locomotive Equipment LaSalle National Bank - Lender

National Railway Equipment Company - Borrower

Dear Ms. Fort:

I have enclosed an original and one copy of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Partial Lien Release on locomotive equipment and is a secondary document dated September 29, 1994. The names and addresses of the parties to the document are as follows:

Lender

LaSalle National Bank 120 South LaSalle Street Chicago, IL 60603

<u>Borrower</u>

National Railway 14400 S. Roby Dixmoor, IL 60426

A description of the equipment covered by the document follows:

Countyfail - J. SAM

Ms. Janice Fort September 30, 1994 Page Two

LOCOMOTIVES

	Previous		Manufacturer's
<u>Model</u>	Road Name/No.	IN&P Road Number	<u>Serial Number</u>
GP 40	CSX 6663	4500	7929-7
GP 40	CSX 6668	4501	7929-12
GP 40	CSX 6700	4502	7944-1
GP 40	CSX 6727	4503	7183-7
GP 40	CSX 6735	4504	7183-15
GP 40	CSX 6767	4505	7229-18
GP 40	CSX 6808	4506	7075-2
GP 35	NS 2656	4507	7774-12
GP 35	NS 2657	4508	7774-13
GP 35	NS 2672	4509	7774-26
GP 35	NS 2675	4510	7774-29

A short summary of the document to appear in the index follows:

A loan on locomotive equipment identified as seven (7) locomotives, type GP40, and four (4) locomotives, type GP35, with La Salle National Bank as Lender, and National Railway Equipment Company as borrower.

A fee of \$18.00 is enclosed.

Sincerely yours,

John D. Heffner

Enclosures

cc: Bruce Lubin

Van McClellan, Esq. William Warren, Esq.

Richard Bertel

Interstate Commerce Commission

Washington, P.C. 20423

9/30/94

OFFICE OF THE SECRETARY

John D. Heffner Rea, Cross & Auchincloss 1920 N Street, NW., Ste. 420 Washington, DC., 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate CommerceAct, 49 U.S.C. 11303, on 9:30-94 at 1:55PM , and assigned recordation number(s). 17636-B.

Sincerely yours

Vernon A. Williams Acting Secretary

Enclosure(s)

18.00

The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

Janice M. Fort

EXHIBIT A

DESCRIPTION OF LOCOMOTIVES

<u>Model</u>	Previous Road Name/number	IN&P Road Number	Manufacturer's Serial Number
GP 40	CSX 6663	4500	7929-7
GP 40	CSX 6668	4501	7929-12
GP 40	CSX 6700	4502	7944-1
GP 40	CSX 6727	4503	7183-7
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GP 40	CSX 6767	4505	7229-18
GP 40	CSX 6808	4506	7075-2
GP 35	NS 2656	4507	7774-12
GP 35	NS 2657	4508	7774-13
GP 35	NS 2672	4509	7774-26
GP 35	NS 2675	4510	7774-29

and any and all related Leases of the above described locomotives which may be under lease by Debtor and any carrier.



/gt F092943 DOC

(708) 640-1688 STATEMENTS OF CON	UNIFORM COMMERCIAL CODE TINUATION, PARTIAL RELEASE, ASSIGNMENT,	ETC. — FORM UCC-3
INSTRUCTIONS 1 PLEASE TYPE this form Fold only along perform 2 Remove Secured Party and Debtor copies and send 3 Enclose filing fee. 4 If the space provided for any item(s) on the form is	tion for mailing I other 3 copies with interleaved carbon paper to the filing offic inadequate the item(s) should be continued on additional sheets ng officer with a set of three copies of Form UCC-3 Long sche	er , preferably 5'' x 8'' or 8'' x 10''. Only one copy of
* This STATEMENT is presented to THE FILING OFFICER	for filing pursuant to the Uniform Commercial Code	For Filing Officer (Date, Time, Number, and Filing Office)
Debtor(s) (Last Name First) and address(es)	Secured Party(ies) and address(es)	
National Railway Equipment Co. 14400 S. Robey Dixmoor, Illinois 60426	LaSalle Mational Bank 120 South LaSalle Street Chicago, Illinois 60603	· I A Sh B
This Statement refers to original Financing Statement Date filed December 19,19 9		
B. X PARTIAL RELEASEFrom the collateral describe	iment between the foregoing Debtor and Secured Party, bearing the ed in the financing statement bearing the file number shown above, the state of the Secured Party has assigned to the Assignee whose name ing the file number shown above in the property indicated below	he Secured Party releases the property indicated below
	ing the file number shown above in the property indicated below s that the Secured Party no longer claims a security interest under the	Fig. 1
E: AMENDMENTThe financing statement bed	ring the above file number is amended 's new address as indicated below,	
See attached Exhibit "A".		
, , , , , , , , , , , , , , , , , , ,	(Debtor) LASALLE 1	NATIONAL BANK (Secured Party)
	. 7	
Dated	, 19 [** By	(Signature of Secured Party)

This form of Financing Statement is approved by the Secretary of State.

(5) FILE COPY-DEBTORS

MCJJERT ER ERON MCJJERT 上来ですが加さ ELK GROVE VILLAGE, IL (798) 640-1688

STATE TO AND LO

UNIFORM COMMERCIAL CODE STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. — FORM UCC-3

(Signature of Debtor, if required)	Remove Secured Party and Debtor copies and send Enclose filing fee If the space provided for any item(s) on the form is in such additional sheets need be presented to the filing that is convenient for the secured party. At the time of filing, filing officer will return third co	other 3 copies with interleaved carbon p nadequate the item(s) should be continue g officer with a set of three copies of Fo opy as an acknowledgement	d on additional sheets, prefe orm UCC-3 Long schedules	
This Statement refers to original Financing Statement No Date filed December 19,19 91 Filed with Sec. of State of IL A. CONTINUATIONThe original financing statement between the foregoing Debtor and Secured Party, beating the file number shown above, is still effective B. PARTIAL RELEASEFrom the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the property indicated beloc. C. ASSIGNMENT		Secured Party(ies) and address(es)		Filing Office)
This Statement refers to original Financing Statement No December 19,19 91 Filed with Sec. of State of IL A. CONTINUATIONThe original financing statement between the foregoing Debtor and Secured Party, bearing the file number shown above, is still effective B. PARTIAL RELEASEFrom the collateral described in the financing statement bearing the file number shown above, the Secured Party indicated below. The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below, Secured Party's rights un the financing statement bearing the file number shown above in the property indicated below. The Secured Party certifies that the Secured Party not located below. The Secured Party certifies that the Secured Party indicated below. The financing statement bearing the doore file number is amended To show the Secured Party's new address as indicated below, As set forth below See attached Exhibit **IA**. (Secured Party and Secured Party and Secured Party are statement bearing the file number is amended (Secured Party and Secured Party are statement bearing the above file number is amended (Secured Party and Secured Party are statement bearing the file number is amended (Secured Party are statement bearing the secured Party and Secured Party are statement bearing the file number is amended (Secured Party and Secured Party are statement bearing the file number is amended below, As set forth below (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended below, (Secured Party are statement bearing the file number is amended bear and address is shown below, bearing the file number is an expect	14400 S. Robey	120 South LaSalle	Street	176360
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(Debtor) LASALLE NATIONAL BANK (Secure Party)	A. CONTINUATIONThe original financing stater B. PARTIAL RELEASEFrom the collateral describe C. ASSIGNMENTThe Secured Party certifies the financing statement bears D. TERMINATIONThe Secured Party certifies E. AMENDMENTThe financing statement bears To show the Secured Party' To show the Debtor's new of the Debtor'	ment between the foregoing Debtor and Second in the financing statement bearing the fil that the Secured Party has assigned to thing the file number shown above in the proper that the Secured Party no longer claims a significant that secured Party no longer claims a significant that the Secured Party no longer claims a significant that the Secured Party no longer claims a significant that the Secured Party no longer claims a significant that the Secured Party no longer claims as significant that the Secured Party no longer claims as significant that the Secured Party no longer claims as significant that the Secured Party no longer claims are significant.	ured Party, bearing the file nu e number shown above, the Sec e Assignee whose name and ac ty indicated below	cured Party releases the property indicated below
(Signature of Debtor, if required)	See attached Exhibit "A".			
(Signature of Secured Party)		- 1	By 1021	Party)

This form of Financing Statement is approved by the Secretary of State.

(4) FILE COPY-SECURED PARTY

STATE IN THE INDIA

UNIFORM COMMERCIAL CODE

STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. - FORM UCC-3

3 Enclose filing fee 4 If the space provided for any item(s) on the form is in	other 3 copies with interleaved carbon paper to the filing officendequate the item(s) should be continued on additional sheets g officer with a set of three copies of Form UCC-3. Long schoopy as an acknowledgement	s, preferably 5'' x 8'' or 8'' x 10''. Only one copy of
Debtor(s) (Last Name First) and address(es) National Railway Equipment Co. 14400 S. Robey Dixmoor, Illinois 60426	Secured Party(les) and address(es) LaSalle National Bank 120 South LaSalle Street Chicago, Illinois 60603	· 17636-E
B. PARTIAL RELEASEFrom the collateral describe C. ASSIGNMENTThe Secured Party certifies the financing statement bear	Filed with Sec. of State of IL ment between the foregoing Debtor and Secured Party, bearing the d in the financing statement bearing the file number shown above, t that the Secured Party has assigned to the Assignee whose name ing the file number shown above in the property indicated below that the Secured Party no longer claims a security interest under the	the Secured Party releases the property indicated below and address is shown below, Secured Party's rights unde
See attached Exhibit **A**.		NATIONAL BANK (Secured Party)

Filing Officer is requested to note file number, date and hour of filing on this copy and return it to the person filing, as an acknowledgment.

This form of Financing Statement is approved by the Secretary of State.

(3) FILING OFFICER-ACKNOWLEDGEMENT

REORDER FROM MODERN LAW FORMS ELK GROVE VILLAGE, IL (708) 640-1688

STATE OF ILLINOIS

UNIFORM COMMERCIAL CODE

STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. - FORM UCC

#17636

(Secured

 Enclose filing fee If the space provided for any item(s) on the form is and 	ther 3 copies with interleaved carbon paper to the filing officer dequate the item(s) should be continued on additional sheets, pref officer with a set of three copies of Form UCC-3 Long schedules	
This STATEMENT is presented to THE FILING OFFICER for		For Filing Officer (Date, Time, Number, and Filing Office)
Debtor(s) (Lost Name First) and address(es)	Secured Party(res) and address(es)	1 , ,
National Railway Equipment Co. 14400 S. Robey Dixmoor, Illinois 60426	LaSalle National Bank 120 South LaSalle Street Chicago, Illinois 60603	SEP 3 0 1994 - 1 55 PM
This Statement refers to original Financing Statement No Date filed	2928625 Filed with Sec. of State of IL	Marie Chamboline
B. PARTIAL RELEASEFrom the collateral described C. ASSIGNMENTThe Secured Party certifies the financing statement bearing	nt between the foregoing Debtor and Secured Party, bearing the file in in the financing statement bearing the file number shown above, the Secured Party has assigned to the Assignee whose name and a the file number shown above in the property indicated below hat the Secured Party no longer claims a security interest under the financial the Secured Party no longer claims a security interest under the financial	cured Party releases the property indicated below ddress is shown below, Secured Party's rights under
E. AMENDMENT The financing statement bearing to show the Secured Party's in To show the Debtor's new add As set forth below	new address as indicated below,	
See attached Exhibit "A".		

This form of Financing Statement is approved by the Secretary of State.

(Debtor)

LASALLE NATIONAL BANK

(1) FILING OFFICER COPY-ALPHABETICAL

Dated .

maken DF standering UNIFORM COMMERCIAL CODE (708) 640-1688 STATEMENTS OF CONTINUATION, PARTIAL RELEASE, ASSIGNMENT, ETC. - FORM UCC-3 INSTRUCTIONS 1 PLEASE TYPE this form Fold only along perforation for mailing
2 Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer Enclose filing'fee If the space provided for any item(s) on the form is inadequate the item(s) should be continued on additional sheets, preferably 5" x 8" or 8" x 10". Only one copy of such additional sheets need be presented to the filing officer with a set of three copies of Form UCC-3. Long schedules of collateral, etc., may be on any size paper that is convenient for the secured party 5 At the time of filing, filing officer will return third copy as an acknowledgement For Filing Officer (Date, Time, Number, and Filing Office) This, STATEMENT is presented to THE FILING OFFICER for filing pursuant to the Uniform Commercial Code 17636-B Debtor(s) (Last Name First) and address(es) Secured Party(ies) and address(es) Natibnal Railway Equipment Co. LaSalle National Bank 120 South LaSalle Street 14400 S. Robey Chicago, Illinois 60603 Dixmoor, Illinois 60426 2928625 This Statement refers to original Financing Statement No._ Filed with Sec. of State of IL December 19,19 91 Date filed A. CONTINUATION.......The original financing statement between the foregoing Debtor and Secured Party, beading the file number shown above, is still effective B. 🔀 PARTIAL RELEASE...From the collateral described in the financing statement bearing the file number shown above, the Secured Party releases the property indicated below C. ASSIGNMENT..... The Secured Party certifies that the Secured Party has assigned to the Assignee whose name and address is shown below, Secured Party's rights under the financing statement bearing the file number shown above in the property indicated below D. TERMINATION....... The Secured Party certifies that the Secured Party no longer claims a security interest under the financing statement bearing the file number shown above E. AMENDMENT The financing statement bearing the above file number is amended To show the Secured Party's new address as indicated below,
To show the Debtor's new address as indicated below,
As set forth below See attached Exhibit "A".

This form of Financing Statement is approved by the Secretary of State.

(Debtor)

LASALLE NATIONAL BANK

(Secured

(2) FILING OFFICER-NUMERICAL

Dated